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**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

In re:	§	Chapter 11
	§	
PHI, Inc., <i>et al.</i> , ¹	§	Case No. 19-30923-hdh11
	§	
Debtors.	§	(Jointly Administered)

**NOTICE OF AGENDA OF MATTERS SCHEDULED
FOR HEARING ON JULY 11, 2019 AT 9:00 A.M. (CDT)²**

NON-CONTESTED MATTERS GOING FORWARD

1. Motion of the Texas Department of Insurance-Division of Workers' Compensation for a Determination That the Automatic Stay Does Not Apply to Appeal Involving the Debtor PHI Air Medical, Inc. [Docket No. 536].

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: PHI, Inc. (5707), PHI Air Medical, L.L.C. (4705), AM Equity Holdings, L.L.C. (0730), PHI Tech Services, Inc. (5089) and PHI Helipass, L.L.C. (4187). The corporate headquarters and the mailing address for the Debtors listed above is 2001 SE Evangeline Thruway, Lafayette, Louisiana 70508.

² The hearing on the matters listed herein may be continued as the Bankruptcy Court may determine and announce at the hearing without further notice to any parties.

Related Pleadings: None.

Responses: None.

Status: This matter is going forward.

2. Debtors' Motion for Entry of an Order Extending the Time Period Within Which the Debtors May Assume or Reject Unexpired Leases of Nonresidential Real Property [Docket No. 724].

Related Pleadings:

- a. Motion for Expedited Consideration of Debtors' Motion for Entry of an Order Extending the Time Period Within Which the Debtors May Assume or Reject Unexpired Leases of Nonresidential Real Property [Docket No. 725].
- b. Certificate of No Objection Regarding Motion for Entry of an Order Extending the Time Period Within Which the Debtors May Assume or Reject Unexpired Leases of Nonresidential Real Property [Docket No. 773].

Responses: None.

Status: No objections or responses have been filed. The Debtors filed a Certificate of No Objection and uploaded a proposed order.

3. Motion to Approve the Debtors' (I) Assumption of Certain Aircraft Leases, as Amended, and (II) Entry Into Related Stipulations [Docket No. 682].

Related Pleadings:

- a. Motion for Entry of an Order (I) Authorizing the Debtors to File Assumed Leases Under Seal and (II) Granting Related Relief [Docket No. 683].
- b. Certificate of No Objection Regarding Motion for Entry of an Order (I) Authorizing the Debtors to File Assumed Leases Under Seal and (II) Granting Related Relief [Docket No. 772].
- c. Certificate of No Objection Regarding Motion to Approve the Debtors' (I) Assumption of Certain Aircraft Leases, as Amended, and (II) Entry Into Related Stipulations [Docket No. 779].

Responses:

- a. Limited Objection of the Official Committee of Unsecured Creditors to Debtors' Motions for Authorization to (I) Reject an Aircraft Lease and (II) Assume Certain Amended Aircraft Leases [Docket No. 767].

- b. Notice of Withdrawal of Limited Objection of the Official Committee of Unsecured Creditors to Debtors' Motions for Authorization to (I) Reject an Aircraft Lease and (II) Assume Certain Amended Aircraft Leases [Docket No. 775].

Status: This matter is going forward.

- 4. Expedited Motion to Approve the Debtors' (I) Assumption of Certain Aircraft Leases, as Amended, and (II) Entry Into Related Stipulation [Docket No. 749].

Related Pleadings:

- a. Expedited Motion for Entry of an Order (I) Authorizing the Debtors to File Assumed Leases Under Seal and (II) Granting Related Relief [Docket No. 750].
- b. Motion for Expedited Consideration of Assumption and Seal Motions [Docket No. 751].
- c. Certificate of No Objection Regarding Expedited Motion for Entry of an Order Authorizing the Debtors to File Assumed Leases Under Seal and (II) Granting Related Relief [Docket No. 776].
- d. Certificate of No Objection Regarding Expedited Motion to Approve the Debtors' (I) Assumption of Certain Aircraft Leases, as Amended, and (II) Entry Into Related Stipulation [Docket No. 780].

Responses:

- a. Limited Objection of the Official Committee of Unsecured Creditors to Debtors' Motions for Authorization to (I) Reject an Aircraft Lease and (II) Assume Certain Amended Aircraft Leases [Docket No. 767].
- b. Notice of Withdrawal of Limited Objection of the Official Committee of Unsecured Creditors to Debtors' Motions for Authorization to (I) Reject an Aircraft Lease and (II) Assume Certain Amended Aircraft Leases [Docket No. 775].

Status: This matter is going forward.

- 5. Emergency Motion of the Debtors for Interim and Final Orders Authorizing the Use of Cash Collateral and Granting Related Relief [Docket No. 418].

Related Pleadings:

- a. Notice of Filing of Revised Form of Interim Order Authorizing the Use of Cash Collateral and Granting Related Relief [Docket No. 427].
- b. Interim Order Authorizing Use of Cash Collateral and Granting Related Relief [Docket No. 481].
- c. Stipulation and Agreed Order Amending Cash Collateral Order [Docket No. 711].

- d. Notice of Filing of Proposed Final Order Authorizing Use of Cash Collateral and Granting Related Relief [Docket No. 781].

Responses:

- a. Preliminary Objection of the Official Committee of Equity Security Holders to Emergency Motion of the Debtors for Interim and Final Orders Authorizing the Use of Cash Collateral and Granting Related Relief [Docket No. 440].
- b. The Texas Taxing Authorities Objection to Debtors' Emergency Motion for Interim and Final Orders Authorizing the Use of Cash Collateral and Granting Related Relief [Docket No. 444].
- c. United States Trustee's Objection to Emergency Motion of the Debtors for Interim and Final Orders Authorizing the Use of Cash Collateral and Granting Related Relief [Docket No. 694].

Status: The proposed final cash collateral order reflects input from the Official Committee of Unsecured Creditors, Thirty Two LLC, Blue Torch Capital LP and the Texas Taxing Authorities. It is the Debtors' understanding that the proposed form of final order is acceptable to the parties and resolves all outstanding objections.

CONTESTED MATTERS GOING FORWARD

- 6. Motion for Entry of Order (A) Authorizing the Debtors to (I) Enter Into and Perform Under the Engagement Letter Relating to the New Secured Financing, and (II) Pay Fees and Expenses in Connection Therewith, and (B) Granting Related Relief [Docket No. 737].

Related Pleadings:

- a. Motion for Expedited Consideration of Motion for Entry of Order (A) Authorizing the Debtors to (I) Enter Into and Perform Under the Engagement Letter Relating to the New Secured Financing, and (II) Pay Fees and Expenses in Connection Therewith, and (B) Granting Related Relief [Docket No. 738].
- b. Amended Motion for Entry of Order (A) Authorizing the Debtors to (I) Enter Into and Perform Under the Engagement Letter Relating to the New Secured Financing, and (II) Pay Fees and Expenses in Connection Therewith, and (B) Granting Related Relief [Docket No. 742].
- c. Motion for Entry of an Order (I) Authorizing the Debtors to (A) File the Credit Suisse Motion Under Seal, (B) File Exhibit B to the Amended Credit Suisse Motion Under Seal, and (C) Redact References to Confidential Information in the Amended Credit Suisse Motion and (II) Granting Related Relief [Docket No. 743].
- d. Motion for Expedited Consideration of the Amended Credit Suisse Motion and the Motion to Seal [Docket No. 744].

Responses:

- a. United States Trustee's Objection to Motion for Entry of an Order (I) Authorizing the Debtors to (A) File the Credit Suisse Motion Under Seal, (B) File Exhibit B to the Amended Credit Suisse Motion Under Seal, and (C) Redact References to Confidential Information in the Amended Credit Suisse Motion and (II) Granting Related Relief [Docket No. 763].
- b. United States Trustee's Objection to Motion for Entry of Order (A) Authorizing the Debtors to (I) Enter Into and Perform Under the Engagement Letter Relating to the New Secured Financing, and (II) Pay Fees and Expenses in Connection Therewith, and (B) Granting Related Relief [Docket No. 764].

Status: This matter is going forward.

CONTESTED MATTERS NOT GOING FORWARD

7. Motion of the Official Committee of Unsecured Creditors for Entry of an Order Enforcing the Automatic Stay With Respect to Efforts by Blue Torch Finance LLC and Thirty Two, LLC to Perfect Prepetition Aircraft Security Interests [Docket No. 499].

Related Pleadings: None.

Responses:

- a. Preliminary Response to Committee's Motion for Entry of an Order Enforcing the Automatic Stay [Docket No. 573].

Status: The hearing on this matter has been adjourned to a later date. This matter will not be going forward.

8. Debtors' Motion to Reject Helicopter Lease with Fifth Third Equipment Finance Company Under Section 365 of the Bankruptcy Code [Docket No. 413].

Related Pleadings:

- a. Joint Stipulation Between Debtors and Fifth Third Equipment Finance Company Regarding Extension of Deadline to File an Objection on the Debtors' Motion to Reject Helicopter Lease with Fifth Third Equipment Finance Company Under Section 365 of the Bankruptcy Code [Docket No. 530].
- b. Joint Stipulation Between Debtors and Fifth Third Equipment Finance Company Regarding Adjournment of Hearing on Debtors' Motion to Reject Helicopter Lease with Fifth Third Equipment Finance Company Under Section 365 of the Bankruptcy Code [Docket No. 558].
- c. Joint Stipulation Between Debtors and Fifth Third Equipment Finance Company Regarding Adjournment of Hearing on Debtors' Motion to Reject Helicopter Lease

with Fifth Third Equipment Finance Company Under Section 365 of the Bankruptcy Code [Docket No. 643].

Responses:

- a. Fifth Third Equipment Finance Company's Limited Objection to the Debtors' Motion to Reject Helicopter Lease With Fifth Third Equipment Finance Company Under Section 365 of the Bankruptcy Code [Docket No. 765].
- b. Limited Objection of the Official Committee of Unsecured Creditors to Debtors' Motions for Authorization to (I) Reject an Aircraft Lease and (II) Assume Certain Amended Aircraft Leases [Docket No. 767].

Status: The Debtors anticipate filing a stipulation to adjourn the hearing on this motion to a later date.

Dated: July 10, 2019
Dallas, Texas

DLA PIPER LLP (US)

By: /s/ Daniel B. Prieto

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